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President

John Ruhlen
Ruhlen & Associates
Secretary

Miki Payne
H.B. Drollinger Co.
Treasurer

William F. Allen
HFH Ltd.

Jack Davis
Coldwell Banker Realtors

Sander de Wildt
CB Richard Ellis

Heather Lemmon
The Real Estate Consultants
LB Property Management

Donald R. Duckworth
Executive Director

December 12, 2012

Ms. June Lagmay
City Clerk
City of Los Angeles
200 N. Spring Street
Room #395
Los Angeles, CA 90012

Re: Westchester Town Center BID Annual Planning Report 2013 (REV)

Dear Ms. Lagmay:

As required by Section 36650 of the Property and Business Improvement District Law of 1994 contained within the California Streets and Highways Code and the Agreement with the City of Los Angeles for management of the Westchester Town Center BID (#C-120115), the Westchester Business Improvement Association, the BID's "Owners' Association," has caused this Annual Planning Report for 2013 to be prepared and submitted. This report concerns proposed BID activities for the period from January 1 to December 31, 2013.

I. Westchester Business Improvement Association Board of Directors and Officers

The Board of Directors and Officers for the Westchester Business Improvement Association (hereinafter "WBIA") are as follows:

- Karen Dial, President, Director, H. B. Drollinger Co.
- John Ruhlen, Secretary, Director, John Ruhlen & Associates
- Miki Payne, Treasurer, Director, H. B. Drollinger Co.
- William F. Allen, Director, HFH Ltd.
- Jack Davis, Director, Coldwell Banker Real Estate
- Sander de Wildt, Director, CB Richard Ellis
- Heather Lemmon, Real Estate Consultants -

II. Boundaries of the BID – 2013

The boundaries of the Westchester Town Center are the same as those presented in the Management District Plan (hereinafter "MDP") adopted by the City of Los Angeles. No changes are recommended. The District contains no benefit zones. A map of the District is included as Attachment I hereto.

III. Improvements, Activities, and Services - 2013

Westchester Town Center improvements, activities, and services planned for 2013 are similar to those undertaken in the previous year and as described in the MDP adopted by the City of Los Angeles.

Ambassador Services

The District will continue to provide bicycle- and foot-patrol based Ambassador Program through one or more contracted vendors for a typical, selectively scheduled forty (40) hours per week. City National Security Services has been the regular service provider although Critical Solutions Protective Services Group has also been a service provider. The District's efforts to facilitate the coordination of solutions for its homeless population through a contractual relationship with the local non-profit organization People Assisting the Homeless or "PATH" will also continue.

Landscaping, Sanitation, and Beautification Services

Landscape, sanitation, and beautification services along Sepulveda Boulevard and other streets in the District will continue as they have in the past. Westchester Town Center provides street sweeping, sidewalk pressure washing, trash collection, porter services, graffiti and sticker removal, landscaping, street tree trimming, and landscape lighting for the District. The District also maintains the Sepulveda Boulevard Flight Path Aviation Pioneer "walk of fame" plaques. On a special project basis the District may plant street trees or undertake special improvements as it has with the Westchester Streetscape Improvement Association in the last year. The District's vendors for the majority of these services have been Clean Streets Inc. and Trimming Land Company although others have been and will continue to be engaged as deemed to be in the best interests of providing effective and efficient District services.

Marketing and Promotions Services

With respect to "Marketing & Promotions," the District will continue its monthly Hometown News based "newsletter" communications and advertising / branding efforts, street light pole banners, website, and other activities. The District has produced both Westchester Halloween Town Fair and Window Painting Competition event in the past, which may be considered for revision in 2013 as determined by the Board of Directors. In addition, the District will resume production of an email distributed newsletter in 2013. Primary District vendors for these services have included Dekra-Lite, Hometown News, Maleman Ink, and Buckman Design although others have been and will continue to be employed as deemed to be in the best interests of providing effective and efficient District services.

New Business Attraction Services

During the coming 2013 year, the District will continue to promote implementation in the LAWA Northside Landuse Plan Update of the findings of the Urban Land Institute TAPS Panel that it sponsored to attract new business to the area.

Policy Development, District Management, and Administration Including Office and Uncollected Assessment / Contingency Reserves

The District will continue its focus on serving property and business owner interests through its policy development, management, and administration program. The provision of effective and efficient District improvements, activities, and services will be an on-going priority as will policy advocacy and coordination with the City Council Office, City staff, LAWA, local organizations including the LAX Coastal Chamber of Commerce, Neighborhood Council, Westchester Streetscape Improvement Association, LMU, Otis College of Art & Design, and others. Donald Duckworth, Duckworth Consulting, has served as the District's contract Executive Director.

Office, insurance, accounting, and other program support expenses will continue to be incurred in 2013 consistent with previous years.

Uncollected assessment / contingency reserves have been established for 2013 consistent with previous years to cover uncollected assessments and / or unexpected expenses.

IV. Costs of Providing Improvements, Activities, & Services in 2013

The 2013 Budget, including an estimated carry over cash balance of \$34,567 and an estimated DWP grant of \$2,500, is presented in Attachment II hereto.

V. Method and Basis for Levying Assessments

The method and basis for levying 2013 assessments is as described in the Management District Plan and Engineer's Report adopted by the City of Los Angeles. WBIA did approve a 2% CPI increase of assessment rates effective in 2013. Consequently, District assessment rates formula for 2013 are as follows:

> District assessment formula (for most parcels) = (\$0.0624 X square feet of parcel size on Sepulveda Boulevard) + (\$0.0918 X square feet of improvements on Sepulveda Boulevard) + (\$7.7257 X linear feet of frontage on Sepulveda Boulevard) + (\$0.0312 X square feet of parcel size on any other street) + (\$0.0459 X square feet of improvements on any other street) + (\$3.8628 X linear feet of frontage on any other street).

> District assessment formula (for Long Term Airport Parking Parcels) =

$(\$0.0624 \times \text{square feet of parcel size on Sepulveda Boulevard}) + (\$7.7257 \times \text{linear feet of frontage on Sepulveda Boulevard}) + (\$0.0312 \times \text{square feet of parcel size on any other street}) + (\$3.8628 \times \text{linear feet of frontage on any other street}).$

> District assessment formula (for Fenced Vacant Lots) = $(\$7.7257 \times \text{linear feet of frontage on Sepulveda Boulevard}) + (\$3.8628 \times \text{linear feet of frontage on any other street}).$

> District assessment formula (for Open or Green Space Parcels and Multifamily Residential Parcels) = $.81 \times \text{assessment as calculated under general formula}.$

VI. Amount of Surplus / Deficit From Previous Fiscal Year

Based upon projected year-end expenditures as of November 30, 2012, a surplus of \$34,567 is expected. \$15,000 of this surplus remains from a City Council Office grant. These funds will be carried over for WBIA approved use in 2013. There is no deficit incurred in 2012.

VII. Amount of Contributions From Other Sources

The District anticipates receiving a \$2,500 grant from DWP in 2013, which will be available within its contingency reserves for WBIA approved use in 2013.

Conclusion

On behalf of the WBIA Board of Directors, we would like to close this Annual Planning Report with a special comment of appreciation for the helpful and thoroughly professional staff assistance that we have received from the City Clerk's Office, Special Assessments Section over the years. The staff's expertise and cooperation has promoted the Westchester Town Center's success on behalf of its stakeholders, and is truly appreciated.

As we can answer any questions or assist further in any way, please contact either of the undersigned.

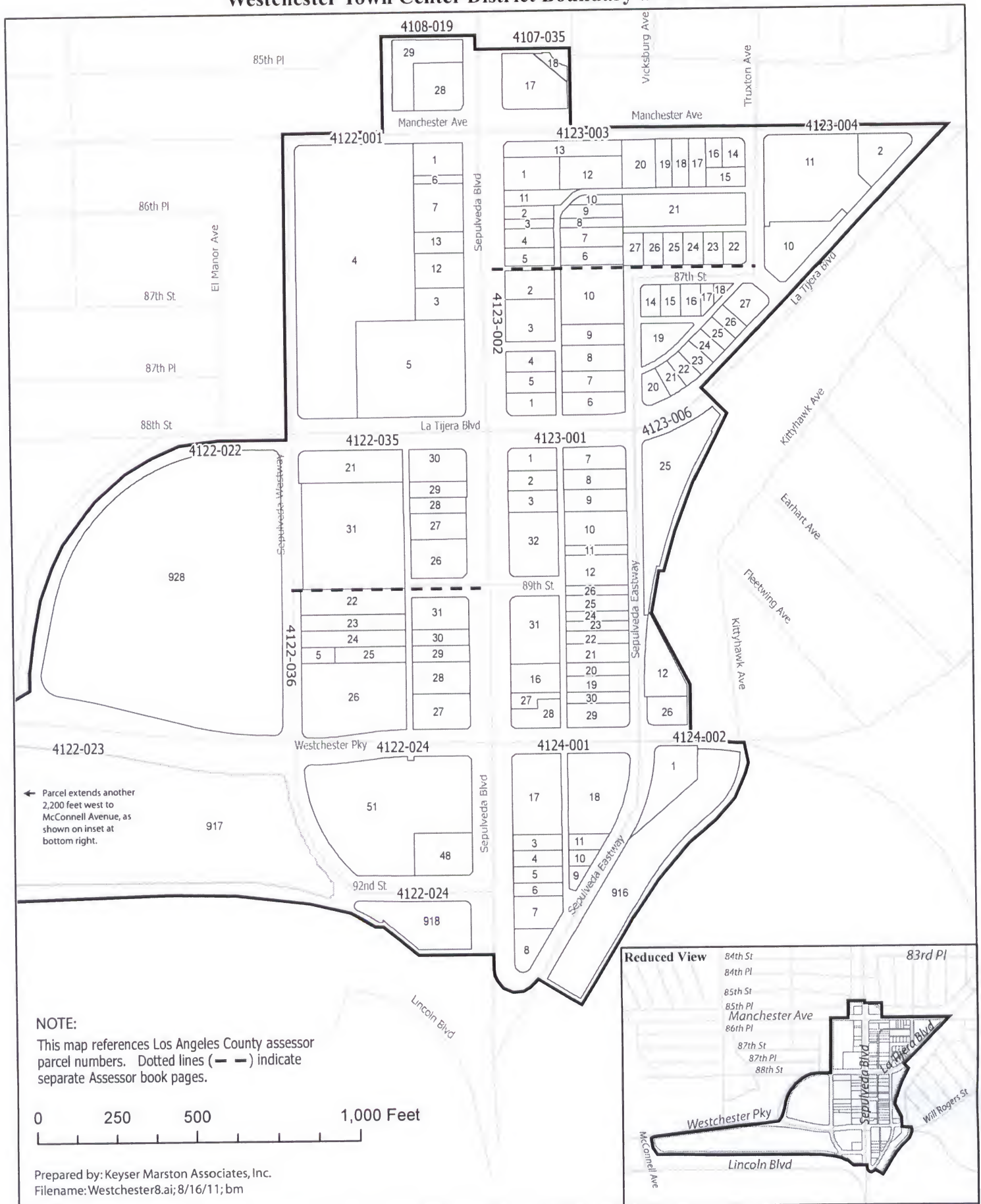
Sincerely,

Donald R. Duckworth
Executive Director

C: WBIA Board of Directors
Miranda Paster, Office of the City Clerk
Rick Scott, Office of the City Clerk

ATTACHMENT I.
WESTCHESTER BID MAP 2013

Westchester Town Center District Boundary and Parcels



ATTACHMENT II.
WESTCHESTER TOWN CENTER BID
IMPROVEMENTS, ACTIVITIES, & SERVICES BUDGET 2013

Westchester Town Center Business Improvement District
2013 Annual Planning Report
2013 Fiscal Year Activities Budget
Anticipated Assessment Revenue and Program Expenditures

Revenue Sources

2013 Special Assessment	\$ 308,218.00	
2012 Carryover	\$ 34,567.00	
2013 DWP Grant	\$ 2,500.00	
2013 Total Estimated Budget		\$ 345,285.00

Program Expenditures

Ambassador Services	\$ 42,000.00	
Landscaping, Sanitation, & Beautification Services	\$ 114,000.00	
Marketing & Promotions Services	\$ 49,440.00	
New Business Attraction Services	\$ 10,300.00	
Policy Development, Management, & Administration Services	\$ 63,860.00	
Office, Ins., Accounting & Other	\$ 35,020.00	
Uncollected Assessment Reserve	\$ 10,300.00	
City Council Office Grant	\$ 15,000.00	
Contingency	\$ 5,365.00	
2013 Total Estimated Expenditures		\$ 345,285.00